

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW JERSEY**

INTERFAITH COMMUNITY ORGANIZATION, <i>et al.</i>	)	
	)	
Plaintiffs,	)	
	)	
v.	)	Civ. No. 95-2097 (JLL)
	)	
HONEYWELL INTERNATIONAL INC., <i>et al.</i>	)	
	)	
Defendants.	)	
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HACKENSACK RIVERKEEPER, INC., <i>et al.</i>	)	
	)	Civ. No. 06-22 (JLL)
Plaintiffs,	)	(Consolidated under
	)	Civ. No. 05-5955 (JLL))
	)	
v.	)	
	)	
HONEYWELL INTERNATIONAL INC., <i>et al.</i>	)	<b>All Actions Consolidated Under</b>
	)	<b>Civ. No. 95-2097 (JLL)</b>
	)	
Defendants.	)	
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**CONSENT ORDER ADOPTING REPORT AND RECOMMENDATION ON  
REMANDED FEES AND SETTLING “APPEAL OVERLAP FEES”**

WHEREAS, the Interfaith Community Organization and individual plaintiffs in *Interfaith Community Organization v. Honeywell International Inc.*, D.N.J. Civ. No. 95-2097 (DMC) (the “Study Area 7 case”), and the Hackensack Riverkeeper and individual plaintiffs in *Hackensack Riverkeeper, Inc. v. Honeywell International Inc.*, D.N.J. Civ. No. 06-22 (DMC-PS), consolidated with Civ. No. 05-5955 (all consolidated under Civ. No. 95-2097) (the “Study Areas 5 and 6 case”), sought post-judgment and post-decree monitoring fees for 2009 (ECF No. 1005 in Dkt. No. 95-2097) (the “2009 Fees Application”) and for the first half of 2010 (ECF No. 1047 in Dkt. No. 95-2097 (the “2010 First Half Fees Application”));

WHEREAS, in the Study Areas 5 and 6 case, Plaintiffs sought the Outstanding Fees and Expenses as defined by the NJCU Consent Decree (ECF No. 302 in Dkt. No. 05-5955, paras. 28, 149) in a separate application (ECF No. 342 in Dkt. No. 05-5955) (the “Outstanding Fees Application”);

WHEREAS, the United States District Court for New Jersey (the “District Court”) issued an Opinion and an Order (ECF Nos. 1089 and 1090 in Dkt. No. 95-2097) awarding Plaintiffs’ fees and expenses under each of the three fee applications. The Court directed the Parties to confer regarding the calculation of fees and expenses awarded by the Court and to submit a stipulation or proposed order;

WHEREAS, on October 4, 2011, the District Court issued a Judgment and Order Regarding Fees and Expenses Awarded Under the Opinion and Order of September 8, 2011 (the “Final Judgment”) that calculated the final award to Plaintiffs of fees and expenses under each of the three fee applications (ECF No. 1096);

WHEREAS, Honeywell appealed the Final Judgment to the Third Circuit;

WHEREAS, on July 22, 2013, the Third Circuit issued an opinion that, *inter alia*, vacated the District Court’s fee award and remanded the case for further proceedings consistent with its opinion, *see Interfaith Community Organization v. Honeywell Int’l Inc.*, 726 F.3d 403 (3d Cir. 2013);

WHEREAS, following the Third Circuit’s decision, the District Court appointed a Special Master to, *inter alia*, assist on remand with the three fee applications (ECF No. 1212);

WHEREAS, after submissions and oral argument, on May 19, 2014, the Special Master issued a Report and Recommendation on Remanded Fees (ECF No. 1251) (the “Report and Recommendation”);

WHEREAS, Plaintiffs filed a Motion for Reconsideration of the Report and Recommendation including, *inter alia*, that certain calculations contained in the Report and Recommendation required correction (ECF No. 1254);

WHEREAS, after submissions, on July 9, 2014, the Special Master granted in part and denied in part the Motion for Recommendation (ECF No. 1268), including *inter alia*, ordering that Revised Defendant's Exhibit 1 shall be substituted for the Recommendation section (pages 56-57) in the Report and Recommendation;

WHEREAS, in lieu of a motion to adopt under Federal Rule of Civil Procedure 53(f)(2), Plaintiffs and Honeywell file this consent order for adoption of the Report and Recommendation, as modified, by the District Court;

WHEREAS, Plaintiffs and Honeywell also file this consent order regarding settlement of certain outstanding disputed fees for the second half of 2010 and 2011;

NOW THEREFORE, the Parties agree to the entry of this Consent Order with the following terms:

1. The above recitals are incorporated herein as though fully set forth, as operative provisions of this Consent Order.
2. Plaintiffs and Honeywell agree to adoption of the Report and Recommendation on Remanded Fees (ECF No. 1251), as modified by the Special Master's ruling on the Motion for Reconsideration (ECF No. 1268), resulting in an award of \$2,907,686.25.
3. The Report and Recommendation on Remanded Fees (ECF No. 1251), as modified by the Special Master's ruling on the Motion for Reconsideration (ECF No. 1268), resulting in an award of \$2,907,686.25, is hereby adopted by the District Court. This award is off-set by the

\$1,000,000 payment that Honeywell made to Plaintiffs in conjunction with the 2011 appeal (ECF No. 1259).

4. Plaintiffs and Honeywell agree to settle the “Appeal Overlap Fees/Expenses,” as that term was defined in the Consent Order Regarding Settlement of Certain Attorneys’ Fees and Expenses Incurred in Second Half 2010 (ECF No. 1114) and the Consent Order Regarding Settlement of Certain Attorneys’ Fees and Expenses Incurred in 2011 (ECF No. 1155), in the amount of \$90,098.60.

5. Within 60 days of the entry of this Consent Order, Honeywell shall pay the sum of \$1,997,784.85 in full satisfaction of all obligations, duties and responsibilities of Honeywell with respect to Plaintiffs’ fees and expenses for the Outstanding Fees Application, the 2009 Fees Application, the 2010 First Half Fees Application, and the Appeal Overlap Fees/Expenses as defined in ECF Nos. 1114 and 1155, including all interest with respect to such amount, except for the fees and expenses related to fees litigation or mediation (the “Fees on Fees”), although Honeywell reserves the right to object to Plaintiffs’ entitlement to the Fees on Fees in whole or in part. The payment will be made to Plaintiffs’ counsel, Terris, Pravlik & Millian, LLP (“TPM”).

6. Upon TPM’s receipt of the payment in paragraph 4, Plaintiffs and TPM shall release Honeywell (and its predecessors, successors, subsidiaries, affiliates, officers, directors, agents, employees, representatives and assigns) from any and all claims for Plaintiffs’ fees and expenses for the Outstanding Fees Application, the 2009 Fees Application, the 2010 First Half Fees Application, and the Appeal Overlap Fees/Expenses as defined in ECF Nos. 1114 and 1155, other than the Fees on Fees.

7. It is understood and agreed that this Consent Order is not intended, nor is it to be construed, as an admission by Honeywell of liability nor does it waive any arguments in any proceeding regarding disputed attorneys' fees and expenses, including, but not limited to, any arguments Honeywell may have regarding the entirety of fees and expenses incurred by Plaintiffs in the time periods not covered by this Consent Order. This Consent Order, therefore, shall not be taken or used or be deemed to be admissible in evidence, in an action, cause of action, or proceeding except to enforce the terms of this Consent Order or to define the dispute between the Parties regarding the fees incurred at issue in the three fee applications.

8. Each person executing this Consent Order represents and warrants that he or she is duly authorized and empowered to enter into this Consent Order and has the authority and approval to bind the Party so represented.

9. Each Party represents and warrants that he or it has been represented by, and has consulted with, the counsel of his or its choice regarding the provisions, obligations, rights, risks, and legal effects of this Consent Order.

10. This Consent Order shall not be modified or terminated, in whole or in part, without the written agreement of the Parties and the consent of the Court.

Consented to By:

s/David J. Sheehan

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s/Edward Lloyd

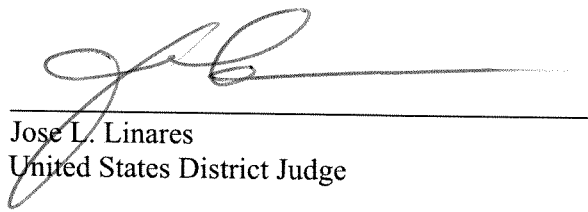
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*Counsel for Plaintiffs*

SO ORDERED:

Date: 7/28/14

  
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Jose L. Linares  
United States District Judge